FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROV	/AL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  JAGER DURK I					2. Issuer Name and Ticker or Trading Symbol EASTMAN KODAK CO [ EK ]									tionship of R all applicabl Director	e)	Person	10% Ov	/ner	
(Last) (First) (Middle) EASTMAN KODAK COMPANY 343 STATE STREET					3. Date of Earliest Transaction (Month/Day/Year) 07/01/2005									Officer (gi below)	ve title		Other (s below)	pecify	
(Street) ROCHESTER NY 14650					4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person						
(City)	(:	State)	(Zip)																
Table I - Non-  1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Yea		2A. Deemed Execution Date,		3. Transacti	on Di	4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			or 5. Amount Securities Beneficiall Following		Owned Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									/ A	mount	(A) or (D)		се	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common Stock														4,500(2)			D		
						Securities . calls, warr							y Ow	ned					
1. Title of	ititle of 2. 3. Transaction 3A. Deemed ivative Conversion Date Execution Date, urity or Exercise (Month/Day/Year)		Transaction De Code (Instr. 8) Ac		Derivative Ex		6. Date Exercisable and Expiration Date (Month/Day/Year)		e and 7.	7. Title and Amour Securities Underly Derivative Security (Instr. 3 and 4)		nt of	8. Price of	9. Numb	ve Ownersi es Form: ally Direct (I or Indire	10.	Beneficial Ownership ct (Instr. 4)		
Security (Instr. 3)	or Exercise Price of Derivative		if any	Code (	action [Instr.	Securities Acquired (A) Disposed of (	(D)	Expiration D	ate	So	ecurities l erivative s	Underly Security		Derivative Security (Instr. 5)	derivati Securiti Benefic Owned Followi	ies ially ng		Beneficial Ownership (Instr. 4)	
Security	or Exercise Price of Derivative		if any	Code (	(Instr.	Securities Acquired (A) Disposed of (	(D)	Expiration D	ate Year)	Si Di (li	ecurities ( erivative ( nstr. 3 and	Underly Security	t or	Security	Securiti Benefic Owned	ies ially ng ed ction(s)	Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)	
Security	or Exercise Price of Derivative		if any	Code (	Instr.	Securities Acquired (A) Disposed of ( (Instr. 3, 4 and	(D) d 5)	Expiration D (Month/Day/	Expir	iration Ti	ecurities ( erivative ( nstr. 3 and	Underly Security d 4) Amoun Numbe	t or r of	Security	Securiti Benefic Owned Followin Reporte Transac	ies ially ng ed ction(s)	Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)	
Option (right to	or Exercise Price of Derivative Security		if any	Code (	Instr.	Securities Acquired (A) Disposed of ( (Instr. 3, 4 and	(D) d 5)	Expiration D (Month/Day/ Date Exercisable	Expir Date	iration Ti 2/2010 C	ecurities lerivative sonstr. 3 and	Underly Security d 4) Amoun Numbe Shares	t or r of	Security	Securiti Benefic Owned Followin Reporte Transac (Instr. 4	ies ially  ng ed etion(s) )	Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
Option (right to buy) <sup>(6)</sup> Option (right to buy) (6)	or Exercise Price of Derivative Security \$65.625		if any	Code (	Instr.	Securities Acquired (A) Disposed of ( (Instr. 3, 4 and	(D) d 5)	Expiration D (Month/Day/ Date Exercisable	Expin Date 01/02	Signation Ti 2/2010 C	ecurities le erivative sonstr. 3 and sitle sommon Stock	Amoun Numbe Shares	nt or r of	Security	Securiti Benefic Owned Followin Reporte Transac (Instr. 4)	ies ially  ng ed ction(s) )	Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
Option (right to buy) <sup>(6)</sup> Option (right to buy) <sup>(6)</sup> Option (right to buy) <sup>(6)</sup>	or Exercise Price of Derivative Security \$65.625		if any	Code (	Instr.	Securities Acquired (A) Disposed of ( (Instr. 3, 4 and	(D) d 5)	Expiration D (Month/Day/	Expin Date 01/02 01/01	Signation Ti 2/2010 C 1/2011 C 1/2012 C	itte  Common Stock  Common Stock	Amoun Numbe Shares	ot or r of 000	Security	Securiti Benefic Owned Followii Reporte Transac (Instr. 4)	ies ially ng ed ction(s))	Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
Option (right to buy) <sup>(6)</sup> Option (right to for for to for for to for for to for for for for for for for for for fo	or Exercise Price of Derivative Security \$65.625 \$38.7813		if any	Code (	Instr.	Securities Acquired (A) Disposed of ( (Instr. 3, 4 and	(D) d 5)	Date Exercisable  (7)  (7)	Expin   Date   01/02   01/01   11/21	Signation Ti 2/2/2010 C 11/2011 C 11/2012 C 11	itte  Common Stock  Common Stock  Common Stock	Amoun Numbe Shares 2,0	ot or r of 000	Security	Securiti Benefic Cowned Followin Reporte Transac (Instr. 4	ies ially ng ed cition(s) ) 00 00 00 00	Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
Option (right to buy) <sup>(6)</sup>	or Exercise Price of Derivative Security \$65.625 \$38.7813 \$29.1		if any	Code (	Instr.	Securities Acquired (A) Disposed of ( (Instr. 3, 4 and	(D) d 5)	Date Exercisable  (7)  (7)  (7)	Expir Date 01/02 01/01 11/21 11/18	Signation Ti 2/2010 C 1/2011 C 1/2012 C 1/2012 C 1/2012 C 1/2013 C 1/2014 C	ittle  Common Stock  Common Stock  Common Stock  Common Stock  Common Stock	Amoun Numbe Shares 2,0 2,0 2,0	000 000 000	Security	Securiti Benefic Owned Followin Reporte Transac (Instr. 4	ies ially ning ed ction(s))  00  00  00  00	Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	

#### **Explanation of Responses:**

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- 1. These units were credited to the reporting person's phantom stock account in partial payment of the 2005 retainer.
- 2. These shares are restricted.
- 3. This award converts to common stock on a 1-for-1 basis.
- 4. Phantom stock units do not have exercise dates or expiration dates.

07/01/2005

- 5. The restrictions lapse on the first anniversary of the date of grant.
- 6. Stock option granted under the 2000 Omnibus Long-Term Compensation Plan in a transaction exempt under Rule 16b-3.
- 7. These options vest one year after the date of grant.

## Remarks:

Stock

Laurence L. Hickey, as attorneyin-fact for Durk I. Jager

17,183.816

\$26,88

07/06/2005

17,183,816

D

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

1,674.1071<sup>(1)</sup>

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